

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM478292

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
COMULUS RADIO CORPORATION		06/01/2018	Corporation: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CUMULUS RADIO LLC		
<b>Street Address:</b>	3280 Peachtree Road NW		
<b>Internal Address:</b>	Suite 2200		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30305		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 26</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2425497		
<b>Registration Number:</b>	1465874		
<b>Registration Number:</b>	3039663	100 FM THE PIKE	
<b>Registration Number:</b>	3391260	103.3 ED-FM	
<b>Registration Number:</b>	3449317	BRAND THE BRAIN	
<b>Registration Number:</b>	1808007	CAT COUNTRY	
<b>Registration Number:</b>	3338770	CAT COUNTRY 98.7	
<b>Registration Number:</b>	2460651	CCC	
<b>Registration Number:</b>	2724656	CITADEL	
<b>Registration Number:</b>	2724650	CITADEL BROADCASTING COMPANY	
<b>Registration Number:</b>	3378260	ED	
<b>Registration Number:</b>	2441289	KAT COUNTRY	
<b>Registration Number:</b>	1588203	KATT	
<b>Registration Number:</b>	3290120	K-BULL	
<b>Registration Number:</b>	3129733	LA INDOMABLE	
<b>Registration Number:</b>	3656562	LITEROCK 105	
<b>Registration Number:</b>	1915569	OPERATION SNOWBALL	
<b>Registration Number:</b>	2160393	PEAK FM	
<b>TRADEMARK</b>			

CH \$665.00 2425497

Property Type	Number	Word Mark
Registration Number:	2158781	Q-NET
Registration Number:	2717964	QUEST FOR A MILLION PENNIES
Registration Number:	2680552	THE HUGE SHOW
Registration Number:	2259366	WIVK
Registration Number:	1441491	WIVK
Registration Number:	1382702	WKY
Registration Number:	1424289	WXLO
Registration Number:	3251837	XLO

**CORRESPONDENCE DATA**

**Fax Number:**

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Email:** dlaker@paulweiss.com, aspoto@paulweiss.com,  
dewilliams@paulweiss.com

**Correspondent Name:** Danielle G. Laker

**Address Line 1:** Paul Weiss Rifkind Wharton & Garrison LLP

**Address Line 2:** 1285 Avenue of the Americas

**Address Line 4:** New York, NEW YORK 10019-6064

**ATTORNEY DOCKET NUMBER:** 22103-002

**NAME OF SUBMITTER:** Danielle Laker

**SIGNATURE:** /Danielle Laker/

**DATE SIGNED:** 06/15/2018

**Total Attachments: 6**

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- source=Cumulus Radio LLC-DE-Formation#page2.tif
- source=Cumulus Radio LLC-DE-Formation#page3.tif
- source=Cumulus Radio LLC-DE-Formation#page4.tif
- source=Cumulus Radio LLC-DE-Formation#page5.tif
- source=Cumulus Radio LLC-DE-Formation#page6.tif

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A NEVADA CORPORATION UNDER THE NAME OF "COMULUS RADIO CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "COMULUS RADIO CORPORATION" TO "CUMULUS RADIO LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2018, AT 2:04 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

6912543 8100F  
SR# 20184865502

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202805123  
Date: 06-01-18

**TRADEMARK**  
**REEL: 006354 FRAME: 0554**

**CERTIFICATE OF CONVERSION  
OF  
CUMULUS RADIO CORPORATION  
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY**

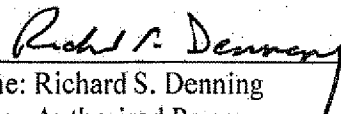
**June 1, 2018**

This CERTIFICATE OF CONVERSION (this "Certificate") is made pursuant to Section 18-214 of the Delaware Limited Liability Company Act (the "Act") and is hereby filed with the Secretary of State of the State of Delaware pursuant to Section 18-206 of the Act.

1. The name of the converting corporation immediately prior to the filing of this Certificate is Cumulus Radio Corporation (the "Converting Corporation").
2. The jurisdiction where the Converting Corporation was first incorporated, and the jurisdiction of the Converting Corporation immediately prior to the filing of this Certificate, is the State of Nevada.
3. The Converting Corporation was first incorporated on August 21, 1991.
4. The name of the limited liability company into which the Converting Corporation is being converted (the "Converted Entity"), as set forth in the Certificate of Formation of the Converted Entity, is Cumulus Radio LLC.
5. This Certificate shall be effective on June 1, 2018.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has executed this Certificate  
as of the date first written above.



Name: Richard S. Denning  
Title: Authorized Person

*[Signature Page to Certificate of Conversion of Cumulus Radio Corporation]*

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "CUMULUS RADIO LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2018, AT 2:04 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

6912543 8100F  
SR# 20184865502

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202805123  
Date: 06-01-18

**TRADEMARK**  
**REEL: 006354 FRAME: 0557**

**CERTIFICATE OF FORMATION**

**OF**

**CUMULUS RADIO LLC**

**DATED AS OF JUNE 1, 2018**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is Cumulus Radio LLC.

SECOND: The address of the registered office of the limited liability company in the State of Delaware is c/o THE CORPORATION TRUST COMPANY, 1209 Orange Street, Wilmington, Delaware, 19801.

THIRD: The name and address of the registered agent required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act is THE CORPORATION TRUST COMPANY, 1209 Orange Street, Wilmington, Delaware, 19801.

FOURTH: This Certificate shall be effective on June 1, 2018.

*[Remainder of page intentionally left blank]*

State of Delaware

Secretary of State

Division of Corporations

Delivered 02:04 PM 06/01/2018

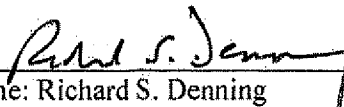
FILED 02:04 PM 06/01/2018

SR 20184865502 - File Number 6912543

**TRADEMARK**

**REEL: 006354 FRAME: 0558**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the day and year first above written.

  
Name: Richard S. Denning  
Title: Authorized Person

*[Signature Page to Certificate of Formation of Cumulus Radio LLC]*